

EXHIBIT 3

**UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION**

In the Matter of

UNION OIL COMPANY OF CALIFORNIA,
a corporation.

DOCKET NO. 9305

RESPONDENT'S SECOND SET OF INTERROGATORIES

Respondent Union Oil Company of California ("Unocal"), pursuant to Rules 3.35(a)(1) and 3.37(a) of the Federal Trade Commission's ("FTC") Rules of Practice for Adjudicative Proceedings, hereby requests that Complaint Counsel serve upon Respondent a written response to the following interrogatories within twenty (20) days after service of these interrogatories.

DEFINITIONS

1. "Identify" means to specify in detail and to particularize the content of the answer to the question and not just to state the reply in summary or outline fashion. Specifically:
 - a. "Identify," when used in reference to a document, means to set forth (i) the name and address of the author of the document; (ii) the name and address of all recipients of a copy of the document, if any; (iii) the date of the document; and (iv) to identify and describe the content of the document in detail.
 - b. "Identify," when used in reference to a natural person, means to set forth that person's (i) name; (ii) present title or position and area of responsibility; (iii) present or last known business and home address; and (iv) present or last known employer. For any person identified, if any of the above information was different at the time with which a particular interrogatory is concerned, supply both current information and such different information as

applies to the time in question. Once a person has been identified properly, it shall be sufficient thereafter to identify the individual by name only.

c. "Identify," when used in reference to a corporation or any other entity, means to set forth the address of its principal place of business. Once an entity has been identified properly, it shall be sufficient thereafter to identify the entity by name only.

d. "Identify," when used in reference to an event, mean to state all relevant facts relating to that event.

2. The term "document" means the complete original or a true, correct and complete copy and any non-identical copies of any written or graphic matter, no matter how produced, recorded, stored or reproduced, including, but not limited to, any writing, letter, envelope, telegram, meeting minute, memorandum, statement, affidavit, declaration, book, record, survey, map, study, handwritten note, working paper, chart, index, tabulation, graph, tape, data sheet, data processing card, printout, microfilm, index, computer readable media or other electronically stored data, appointment book, diary, diary entry, calendar, desk pad, telephone message slip, note of interview or communication or any other data compilation in your possession, custody or control, including all drafts of all such documents. "Document" also includes every writing, drawing, graph, chart, photograph, phono record, tape and other data compilations from which information can be obtained, translated, if necessary, by the FTC through detection devices into reasonably usable form, and includes all drafts and all copies of every such writing or record that contain any commentary, notes, or marking whatsoever not appearing on the original.

3. "You," for purposes of these interrogatories, means the FTC or any of its present or former employees, agents, attorneys, consultants, and all other persons acting or purporting to act on its behalf.

4. "FTC" means the Federal Trade Commission and any bureau, division, office, or subpart thereof.
5. "Unocal," for purposes of these interrogatories, means the Union Oil Company of California, Unocal Corporation and any subsidiary or division thereof.
6. "CARB" means the California Air Resources Board and any bureau, division, office, or subpart thereof.
7. "RFG" means reformulated gasoline.
8. "CARB Phase 2 RFG Regulations" means regulations adopted by the CARB Board on November 22, 1991, relating to low emission, reformulated gasoline, and including subsequent amendments to those regulations.
9. "Complaint" means the Complaint filed by the FTC in this matter against Respondent Unocal on or about March 4, 2003.
10. "Person" means natural persons, and without limitation, other entities such as corporations, partnerships, associations, government agencies, or other similar organizations.
11. "Relate" or "relating to" means in whole or in part constituting, containing, concerning, discussing, describing, analyzing, identifying or stating.
12. The use of the singular shall be deemed to include the plural and vice versa. The terms "and" and "or" shall be interpreted liberally as conjunctive, disjunctive, or both, depending on the context, so as to have their broadest meaning. Whenever necessary to bring within the scope of a request all the documents that might otherwise be construed to be outside its scope, the use of a verb in any tense shall be construed as the use of the verb in all other tenses. The term "all" includes any and vice versa.

INSTRUCTIONS

1. Each interrogatory shall be answered fully in writing under oath.

INTERROGATORIES

3. With respect to the Complaint's allegation in paragraph 94 that "CARB cannot now change its RFG regulations sufficiently to provide flexibility for refiners and others to avoid Unocal's patent claims," identify with specificity the terms of the regulations that CARB would have adopted had Unocal disclosed its pending patent rights prior to the promulgation of CARB's Phase 2 Regulations (hereinafter the "Alternative Regulations") and describe specifically what has prevented CARB from subsequently adopting such Alternative Regulations. Your response should include, for example, but not by way of limitation, any additional costs that would be incurred by refiners to comply with the Alternative Regulations had such regulations been adopted after CARB actually became aware of Unocal's patents that would not have been incurred had CARB adopted Alternative Regulations instead of the regulations it did adopt.

4. With respect to the Complaint's assertion in paragraph 90 that but for Unocal's alleged fraud, refiners would have "incorporat[ed] knowledge of Unocal's pending patent rights in their capital investment and refinery reconfiguration decisions to avoid and/or minimize potential infringement," identify with specificity each such investment that refiners would have made but for the alleged fraud and each specific factor that has prevented refiners from subsequently making such investments and reconfigurations after learning of Unocal's patent rights, including without limitation any costs that would be incurred by refiners in making such investments and reconfigurations after learning of Unocal's patents that would not have been incurred had the refiners had knowledge of Unocal's pending patent rights when they actually made such investments and reconfigurations.

Respectfully submitted,



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Attorneys for Respondent Union Oil Company of California

Dated: April 17, 2003


CERTIFICATE OF SERVICE

I hereby certify that on April 17, 2003, I caused a copy of the attached Respondent's Second Set of Interrogatories to be served upon the following persons in the manner set forth below:

BY FACSIMILE AND OVERNIGHT UPS DELIVERY:

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